

EXHIBIT 38

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Blair Strip Steel Co, Adv. Pro. No. 07-02259-rdd

Blair Strip Steel Co (“Blair Strip”) filed the Declaration of Scott A. McDowell, its Chief Financial Officer. Mr. McDowell declares that “[t]o his knowledge” Blair Strip did not have knowledge of the Extension Motions. *Ex., 38(a), ¶ 6.* Mr. McDowell further states that “Blair Strip did not receive electronic notice of any filings in either Delphi’s bankruptcy case or the adversary proceeding.” *Ex., 38(a), ¶ 6.*

Contrary to the position taken by Mr. McDowell, Blair Strip received relevant information advising that avoidance claims had been filed under seal and the time to serve the complaints and summonses had been extended. Blair Strip was served with the First Amended Plan Disclosure Statement, filed in December 2007. *See Affidavit of Service (Docket No. 11974).*¹¹ On December 13, 2007, the Debtors also filed a copy of the Disclosure Statement publicly with their Form 8-K (Docket No. 11388). The Disclosure Statement outlined in detail that preference claims were to be filed under seal, with service deferred until after the limitations period. As this Court discussed during the July 22, 2010 hearing, the Disclosure Statement, combined with the defendants’ knowledge that they had in fact received preferential transfers, put the defendants on notice of the preference claim procedures at issue and on inquiry notice as to the need to monitor preference claim developments. *Ex. 8, July 22, 2010 Transcript, pp. 150-153.* *See also In re TWA Inc. Post Confirmation Estate*, 305 B.R. 221, 227 (D. Del. 2004) (“[I]n large chapter 11 cases sophisticated creditors typically are well aware of prospects and risks of preference litigation. ... Thus, it seems unlikely that creditors could be surprised or caught off guard when such preference complaints are finally filed.”).

¹¹ *Ex. 7, Service List - Executory Contracts and Unexpired Leases, p. 28.*

EXHIBIT A

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----x
In re:) Chapter 11
) Case No. 05-44481 (RDD)
DPH HOLDINGS CORP, *et al.*,)
)
-----x
DELPHI AUTOMOTIVE SYSTEMS, LLC,)
)
Plaintiff,) Adv. Pro. No. 07-02259 [RDD]
)
)
v.)
)
BLAIR STRIP STEEL CO.,)
)
Defendant.)
-----x

DECLARATION OF Scott A. McDowell IN FURTHER SUPPORT OF (1) JOINDER OF BLAIR STRIP STEEL CO. TO MOTIONS (I) TO VACATE PRIOR ORDERS ESTABLISHING PROCEDURES FOR CERTAIN ADVERSARY PROCEEDINGS, INCLUDING THOSE COMMENCED BY THE DEBTORS UNDER 11 U.S.C. §§ 541, 544, 545, 547, 548, OR 549, AND EXTENDING THE TIME TO SERVE PROCESS FOR SUCH ADVERSARY PROCEEDINGS, (II) DISMISSING THE ADVERSARY PROCEEDING WITH PREJUDICE, OR (III) IN THE ALTERNATIVE, DISMISSING THE ADVERSARY PROCEEDING ON THE GROUND OF JUDICIAL ESTOPPEL; AND (2) REPLY BRIEF IN SUPPORT OF JOINDER OF BLAIR STRIP STEEL CO. TO MOTIONS (I) TO VACATE PRIOR ORDERS ESTABLISHING PROCEDURES FOR CERTAIN ADVERSARY PROCEEDINGS, INCLUDING THOSE COMMENCED BY THE DEBTORS UNDER 11 U.S.C. §§ 541, 544, 545, 547, 548, OR 549, AND EXTENDING THE TIME TO SERVE PROCESS FOR SUCH ADVERSARY PROCEEDINGS, (II) DISMISSING THE ADVERSARY PROCEEDING WITH PREJUDICE, OR (III) IN THE ALTERNATIVE, DISMISSING THE ADVERSARY PROCEEDING ON THE GROUND OF JUDICIAL ESTOPPEL (COLLECTIVELY, THE "MOTIONS")

STATE OF PA)
) ss.:
COUNTY OF Lawrence)

Pursuant to 28 § 1746, Scott A. McDowell, declares as follows:

Background

1. I have been employed by Blair Strip Steel Co. ("Blair Strip") since February 1999 and am currently its Chief Financial Officer.

2. I work at Blair Strip's corporate offices, which are located at 1209 Butler Av., New Castle, PA 16101. I am familiar with the day-to-day operations, business, and financial affairs of Blair Strip.

3. I submit this declaration in further support of Blair Strip's Motion, and in accordance with the Bankruptcy Court's direction at the June 21, 2011 hearing.

4. I have personal knowledge of the facts set forth herein, and if I were called to testify, I would and could testify competently concerning those facts.

Lack of Notice of Fourth Extension Motion and Other Pleadings

5. To my knowledge, prior to December 2009, Blair Strip did not receive electronic notice of any filings in either Delphi's bankruptcy case or this adversary proceeding (the "Adversary Proceeding").

6. To my knowledge, Blair Strip never received, nor did it have knowledge of, any of the motions seeking, among other things, the establishment of procedures for the Adversary Proceeding, leave to file the Adversary Proceeding, and/or a stay of the Adversary Proceeding until service of process was effected.

7. To my knowledge, Blair Strip never received, nor did it have knowledge of, the Supplemental Motion Pursuant to Fed. R. Bankr. P. 7004(a) and 9006(b)(1) and Fed. R. Civ. P. 4(m) to Extend Deadline to Serve Process for Avoidance Actions Filed in Connection With Preservation of Estate Claims Procedures Order, dated October 2, 2009 (D.I. #18952) (the "Fourth Extension Motion"). A copy of the affidavit of service (D.I. #18967) with respect to the

Fourth Extension Motion is attached hereto as Exhibit A. Blair Strip is not listed anywhere on that affidavit of service. Nor, to my knowledge, did Blair Strip receive (1) the Fifteenth Supplement Case Management Order (D.I. #18839), dated August 26, 2009, which, I understand, scheduled the omnibus hearing date on which the Fourth Extension Motion was heard or (2) the Order (D.I. #18999), dated October 22, 2009, granting the Fourth Extension Motion.

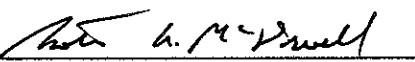
8. Moreover, at the request of counsel, I have reviewed the following additional affidavits of service and have confirmed that Blair Strip is not listed thereon:

Pleading	Pleading Docket Index Number	Affidavit of Service Index Number
Preservation of Estate Claims Procedures Motion	8905	9039
Preservation of Estate Claims Procedures Motion Order	9105	9141
Extension of Avoidance Action Service Deadline Motion	12922	12970
Extension of Avoidance Action Service Deadline Order	13277	13313
Postconfirmation Extension of Avoidance Action Service Deadline Motion	13361	13415
Postconfirmation Extension of Avoidance Action Service Deadline Order	13484	13540

9. Blair Strip was not aware of the Adversary Proceeding until it was served with a summons and the Complaint in December of 2009.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

July 12, 2011

/s/ 

CERTIFICATE OF SERVICE

I hereby certify that a copy of the foregoing Declaration was served through electronic transmission via the Court's CM/ECF system to all parties who are listed on the Court's Electronic Mail Notice List on this 12th day of July, 2011.

Respectfully submitted,

/s/ Jean R. Robertson
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